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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

RESOURCE MORTGAGE SOLUTIONS INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
RESOURCE MORTGAGE SOLUTIONS INC.

ARTICLE I  
Name and Duration

The name of the Corporation is RESOURCE MORTGAGE SOLUTIONS INC. The duration of the Corporation is perpetual. This Corporation shall begin its corporate existence as of the date that these Articles are filed by the Secretary of State.

ARTICLE II  
Principal Office

The address of the principal office and mailing address of the Corporation is 7215 Financial Way, Jacksonville, FL 32256

ARTICLE III  
Registered Office and Agent

The street address of the registered office in the State of Florida is 1200 South Pine Island Road, Plantation, FL 33324 in the County of Broward. The name of the registered agent at such address is CT Corporation System.

ARTICLE IV  
Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V  
Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is four million five hundred thousand one hundred (4,500,100) shares of Common Stock having no par value per share. If the Corporation acquired or acquires its own shares, such shares belong to the Corporation and constitute treasury shares until disposed of or cancelled by the Corporation.

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ARTICLE VI  
Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
MOTOLAW, Inc.	50 North Laura Street, Suite 2500 Jacksonville, FL 32202

ARTICLE VII  
Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the person(s) who shall serve as the initial director(s) of the Corporation until the first annual meeting of the shareholders is as follows:

<u>Name</u>	<u>Address</u>
William M. Ross	9710 Two Notch Road Columbia, South Carolina 29223
Russell L. Burdall	9710 Two Notch Road Columbia, South Carolina 29223
Charles E. Mapson	9710 Two Notch Road Columbia, South Carolina 29223

ARTICLE VIII  
Shareholder Voting

In all matters other than the election of directors, the vote of a majority of the shares of stock of the Corporation present, in person or by proxy, at a meeting of shareholders at which a quorum is present and then entitled to vote on the subject matter shall be the act of the shareholders.

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ARTICLE IX  
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE X  
Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XI  
Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Duval County, Jacksonville, Florida this 27th day of March, 2003.

INCORPORATOR:

MOTOLAW, Inc.

By: Ivan A. Colao

Ivan A. Colao, Vice President

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REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That RESOURCE BANCSHARES MORTGAGE GROUP, INC., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Plantation, County of Broward, State of Florida, has named CT CORPORATION SYSTEM, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that it is familiar with § 607.0501, Florida Statutes.

Dated this 28<sup>TH</sup> day of March, 2003.

CT CORPORATION SYSTEM

By:

Print Name:

Print Title:

Dale W. Morris

DALE W. MORRIS

ASSISTANT VICE PRESIDENT

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